

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS**

IN RE KRAFT HEINZ SECURITIES
LITIGATION

Case No. 19-cv-01339

The Honorable Robert M. Dow, Jr.

**STIPULATION AND [PROPOSED] ORDER REGARDING THE FIRST AMENDED
CONSOLIDATED CLASS ACTION COMPLAINT AND MODIFICATION OF THE
SUBSEQUENT BRIEFING DEADLINES**

WHEREAS, on December 2, 2019, the Court entered a stipulation submitted by Lead Plaintiffs Sjunde AP-Fonden (“AP7”) and Union Asset Management Holding AG (“Union”) (collectively, “Lead Plaintiffs”), Defendants The Kraft Heinz Company (“Kraft Heinz”), Bernardo Hees, Paulo Basilio and David Knopf, and Defendant 3G Capital, Inc., through their undersigned counsel (the “Stipulation”) [ECF No. 175];

WHEREAS, on January 6, 2020, Lead Plaintiffs filed the Consolidated Class Action Complaint (the “Complaint”) [ECF No. 179];

WHEREAS, on March 6, 2020, Defendants Kraft Heinz, Bernardo Hees, Paulo Basilio, David Knopf, Alexandre Behring, George Zoghbi, Rafael Oliveira, 3G Capital Partners, 3G Capital, Inc., 3G Global Food Holdings, L.P., 3G Global Food Holdings GP LP, 3G Capital Partners LP, 3G Capital Partners II LP, and 3G Capital Partners Ltd. (“Defendants”), filed their Motions to Dismiss the Consolidated Class Complaint [ECF Nos. 215; 217];

WHEREAS, on May 15, 2020, Kraft Heinz filed a proposed amended public version of a shareholder derivative complaint filed by one of the co-lead plaintiffs in *In re The Kraft Heinz Co. Derivative Litigation*, No. 2019-0587-AGB (Del. Ch.) (“Delaware Action”). The proposed amended public version unsealed certain of that plaintiff’s allegations derived from documents produced by Kraft Heinz pursuant to 8 Del. C. § 220;

WHEREAS, Lead Plaintiffs move this Court to amend the Consolidated Class Action Complaint in view of these newly unsealed allegations in the Delaware Action;

WHEREAS, Lead Plaintiffs have conferred with counsel for Defendants, and Defendants do not object to Lead Plaintiffs amending the Complaint, but advised Lead Plaintiffs of their position that dismissal following Defendants' renewed motion should be with prejudice, in light of the amendment following Defendants' initial motion to dismiss. Lead Plaintiffs advised Defendants that they disagreed with Defendants' position and informed Defendants of Lead Plaintiffs' position that Lead Plaintiffs are entitled to amend their pleading as a matter of course under Rule 15(a)(1)(B);

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and among the parties through their respective counsel of record as follows:

1. Lead Plaintiffs shall file the First Amended Consolidated Class Action Complaint (the "Amended Complaint") 45 days from the entry of this Order.
2. Defendants shall have 45 days from the date the Amended Complaint is filed to move to dismiss or file their answer to the Amended Complaint.
3. Lead Plaintiffs shall have 45 days to file an opposition if Defendants move to dismiss the Amended Complaint.
4. Defendants shall have 21 days from the date that Lead Plaintiffs file the opposition brief to file a reply brief.

Dated: June 15, 2020

/s/ Salvatore J. Graziano

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SO ORDERED:

The Honorable Robert M. Dow, Jr.
United States District Judge